FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF	CHANGES	INI	BENEFICIAL	OWNEDSHID
SIAIEMENI	OF	CHANGES	11.7	DENEFICIAL	OMMERSHIP

OMB Number: 3235-0287 December 31, Expires: 2014 Estimated average burden hours per 0.5

response:

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	nd Address of E A BEN	Reporting Person*						ker or Tradin					ationship of k all applical Director	ble)	Persor	10% Ow	ner
(Last)	(F	irst)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 06/13/2003						X	X Officer (give title Other (specify below) Sr. Vice President					
(Street)				_ [4. If Amendment, Date of Original Filed (Month/Day/Year)					6. Ind Line)	·/						
(City)	(S	State)	(Zip)									Form filed by More than One Reporting Pe					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
Date				Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr.			5. Amount Securities Beneficiall Owned Fol Reported	Form ly (D) or		Direct Indirect Etr. 4)	7. Nature of Indirect Beneficial Ownership				
						Code	v	Amount	(A) or (D)	Price	Transactio	nsaction(s) str. 3 and 4)			(Instr. 4)		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security		Date Ex (Month/Day/Year) if a	Execution Date, Tif any C	4. Transa Code (8)		Derivative E		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	e s Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Ex Da	piration ate	Title	Amount or Number of Shares		(Instr. 4)			
Phantom Stock Units	0 ⁽¹⁾	06/13/2003		A		61.6126		08/08/1988 ⁽²⁾	08	/08/1988 ⁽³⁾	Common Stock	61.6126	\$24.24	10,782.9	0174	D	

Explanation of Responses:

- 1. Each phantom stock unit is equal in value to one share of the company's common stock.
- 2. Vested in participant stock units (and related dividend equivalent stock units) at all times. Company matching stock units (and related dividend equivalent stock units) vest as follows: (a) 100% upon participant's death, disability, or early or normal retirement; (b) 100% upon a change in control of the company; (c) 100% upon involuntary termination for reasons other than disciplinary reasons or termination as a result of the sale or permanent closure of a company facility, operating unit, or division; and (d) 20% on each anniversary of the date account was first credited with stock units under the plan. 20% is cumulative -- after 5 years, participant is completely vested in all stock units in his or her account, including any stock units allocated to the account in the future.
- 3. Shares of phantom stock are payable in shares of common stock in accordance with the participant's Deferred Compensation Distribution Election Agreement, except in the case of a change in control, in which case payment may be made in either cash or stock.

06/13/2003 A. Ben Groce

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.